CHARTER *and* BY-LAWS

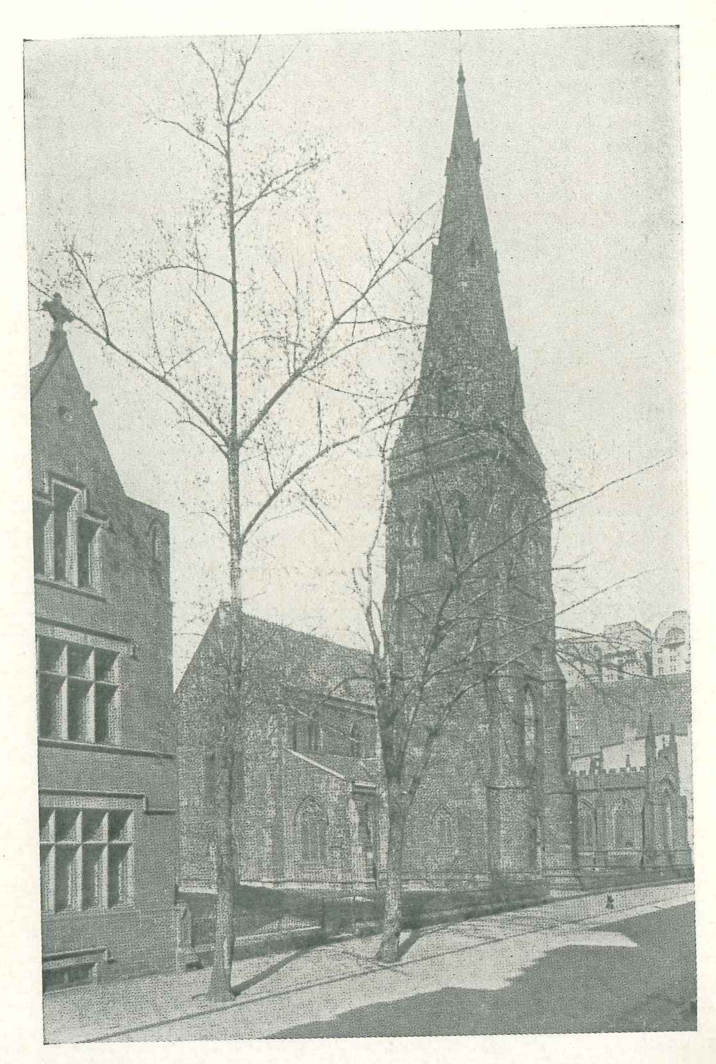
OF

Saint Mark's Church

PHILADELPHIA
PENNSYLVANIA

1927

Founded 1847



ST. MARK'S CHURCH, PHILADELPHIA

Saint Mark's Church

PHILADELPHIA
PENNSYLVANIA

Organized June 28, 1847

Site of Church Purchased February 8, 1848

Corner Stone Laid April 25, 1848

First Rector Elected January 2, 1849

Church First Opened for Divine Service October 21, 1849

Church Consecrated May 21, 1850

JOHN NOTMAN, Architect

SAINT MARK'S CHURCH

(1847)

Locust Street
Between Sixteenth and Seventeenth Streets

Rector
THE REV. FRANK LAWRENCE VERNON, D.D.

Curates
THE REV. VINCENT FOWLER POTTLE
THE REV. G. HERBERT DENNISON

SAINT MICHAEL'S CHAPEL

(1880)

N. W. Corner Lombard and Nineteenth Streets

Vicar
THE REV. FRANK WILLIAMSON, JR.

SAINT MARY'S CHAPEL

(1893)

For the Colored People

1831 Bainbridge Street

Vicar
THE REV. S. NORRIS CRAVEN

THE CORPORATION

Rector
FRANK LAWRENCE VERNON, D.D.

Wardens
GEORGE WHARTON PEPPER, *Rector's Warden*
PHILIP H. BRICE, *Accounting Warden*

Vestrymen
GEORGE WHARTON PEPPER (1892)
ROBERT B. STERLING (1893)
WILLIAM F. H. REED (1897)
THOMAS REATH (1905)
PHILIP H. BRICE (1910)
CHARLES PRICE MAULE (1917)
C. NEWBOLD TAYLOR (1919)
CHARLES L. BORIE, JR. (1921)
J. HARTLEY MERRICK (1924)
JOHN J. SAUNDERS (1924)
THOMAS L. MONTGOMERY (1926)
J. ALISON SCOTT (1927)

Secretary of the Vestry
THOMAS REATH

CHARTER OF INCORPORATION

OF

SAINT MARK'S CHURCH

IN THE

CITY OF PHILADELPHIA

WHEREAS, The following named persons, citizens of this Commonwealth, viz.: Henry Reed, S. Wilmer Cannell, George Helmuth, James A. Farnum, George Zantzinger, James Cox, William Musgrave, and John R. Wilmer, have, together with other citizens, associated for the purpose of Worshipping Almighty God according to the faith and discipline of the Episcopal Church of the United States of America; and have, for that purpose, formed a congregation in the City of Philadelphia, and are now desirous to be incorporated agreeably to the provisions of the Act of the General Assembly of Pennsylvania, entitled "An Act to confer on certain associations of the citizens of this Commonwealth the powers and immunities of corporations or bodies politic in law," they therefore declare the following to be the objects, articles, and conditions of their said association, agreeably to which they desire to be incorporated, viz.:

I

The name of the corporation shall be "The Rector, Church Wardens and Vestrymen of Saint Mark's Church in the City of Philadelphia."

II

This Church acknowledges itself to be a member of and to belong to the Episcopal Church in the State of Pennsylvania, and the Episcopal Church in the United States of America. As such it accedes to, recognizes and adopts the constitution, canons, doctrine, discipline and worship of the Episcopal Church in the State of Pennsylvania and of the Episcopal Church in the United States, and acknowledges their authority accordingly.

Any member of this Church or corporation who shall disclaim or refuse conformity to the said authority, shall cease to be a member of this corporation, and shall not be elected, or vote in the election of Vestrymen, or exercise any office or function in, concerning or connected with the said Church or corporation.

III

The rents and revenues of this corporation shall be, from time to time, applied for the maintenance and support of the Rector, Minister and officers of the said Church, and in the erection and necessary repairs of the Church and Church Yard and Parsonage House and other houses, which now do or hereafter shall belong to the said corporation, and to no other use and purpose whatsoever.

IV

The said corporation shall not, by deed, fine or recovery, or by any other means, without the assent of the Convention of the Episcopal Church of the State of Pennsylvania, or of the Standing Committee of the Diocese, previously had and obtained, grant, sell, alien or otherwise dispose of any lands, messuages, tenements or hereditaments, in them vested, nor charge nor encumber the same to any person or persons whomsoever.

V

The Rector of this Church shall be elected by the Church Wardens and Vestrymen, in such manner as the Statutes and By-Laws shall ordain. The Vestry of the said Church shall consist of twelve persons, members of the said Church, who shall continue in office for one year, and until others be chosen, and the election of such Vestry shall be made every year, on Easter Monday, by a majority of such members of the said Church as shall appear by the Vestry books to have paid one successive year immediately preceding the time of such election for a pew or sitting in the said Church: *Provided*, That until the next Easter Monday, after the expiration of five years from the date of this Charter, members of the said Church who shall in any way have contributed to the erection of the Church, or to the support of the Rector or Ministers thereof, shall be entitled to vote at the election of Vestrymen. *And Provided*, That in case of the failure to elect Vestrymen on that day, the corporation shall not on that

account be dissolved, but the election shall be holden on some other day, in such manner as the By-Laws may prescribe.

VI

No person shall be the Rector or Assistant Minister of this Church unless he shall have had Episcopal Ordination, and unless he be in full standing with the Episcopal Church of the State of Pennsylvania, and of the United States, and recognized as such by the Bishop of this Diocese, or, in case of a vacancy in the Episcopate, by the Standing Committee of the Diocese.

VII

The said Vestry shall have full power to choose their own officers, and they shall annually, at their first meeting after their election, choose one of their own number to be one Church Warden, and the Rector, for the time being, shall elect another of the said Vestrymen to be the other Church Warden of the said Church. In case of a vacancy in the office of Rector at the time of the election, the other Church Warden shall also be chosen by the Vestry, to remain until the election of a Rector, or a new election of the Vestry. And during such vacancy the Church Wardens for the time being, and Vestrymen, shall have the same powers and authorities relating to the disposition of the rents and revenues of the said corporation as are hereby vested in the Rector, Church Wardens and Vestrymen. *Provided always*, That it shall be the

duty of the said Church Wardens and Vestrymen to elect another Rector to supply the vacancy, as soon as conveniently may be.

VIII

The following named persons to be the Church Wardens and Vestrymen, to continue in office until the election on Easter Monday next, and until others be chosen, viz: Henry Reed, S. Wilmer Cannell, George Helmuth, James A. Farnum, George Zantzinger, James Cox, William Musgrave, and John R. Wilmer; and in case of vacancy, by resignation or otherwise, such vacancy to be filled by persons chosen by the remaining Vestrymen, and to continue in office until another election shall take place.

HENRY REED	GEORGE ZANTZINGER
S. W. CANNELL	JAMES COX
GEO. HELMUTH	WM. MUSGRAVE
JAMES A. FARNUM	JOHN R. WILMER

I certify, That agreeably to the directions of the Acts of Assembly in such case made and provided, I have perused and examined the above instrument in writing, and am of opinion, That the objects, articles and conditions, therein set forth and contained, are lawful. Witness my hand this Twenty-fourth day of January, A. D. 1848.

B. CHAMPNEYZ, *Atty. Genl.*

We, the Justices of the Supreme Court of Pennsylvania, do Certify that we have perused and examined the above Instrument of writing, and concur with the Attorney General in opinion that the objects, articles and conditions, therein set forth and contained, are lawful. Witness our hands, at Philadelphia, this fourth day of February, A. D. 1848.

JOHN B. GIBSON	R. COULTER
MOLTON C. ROGERS	THOS. S. BELL
THOM. BURNSIDE	

I, Joseph Simon Cohen, Prothonotary of the Supreme Court of Pennsylvania for the Eastern District, do Certify that the above Instrument of writing was presented to the Justices of the Supreme Court of Pennsylvania, and was by them duly allowed, as appears by their above Certificate.

In testimony whereof, I have hereunto subscribed my name and affixed the Seal of the said Court, at Philadelphia, this fourth day of February, A. D. 1848.

J. SIMON COHEN, PROTHY.

To JESSE MILLER, ESQR.
Secretary of the Commonwealth.

Sir:—Let the foregoing Instrument of writing be enrolled according to law.

FRS. R. SHUNK.

Executive Chamber
Harrisburg, February 11, 1848

PENNSYLVANIA SS.

Recorded and enrolled according to law in Charter Book No. 7, page 293, &c., &c. In Testimony Whereof, I have hereunto set my hand and the Seal of the Secretary's Office, at Harrisburg, this Eleventh day of February, A. D. 1848.

J. MILLER,
Secretary of the Commonwealth.

We "The Rector, Church Wardens and Vestrymen of Saint Mark's Church in the City of Philadelphia," in the Diocese of Pennsylvania, having, with the assistance of others, erected said Church, to the intent and purpose that it may be dedicated to the worship of Almighty God, and that His holy and blessed name might there be called upon: do promise hereafter to refuse and renounce to put this Church or any part of it to any profane and common use whatever, and we humbly beseech God to accept this our sincere intent and purpose; and we together, solicit You as God's minister, the Bishop and Ordinary of this Diocese, to accept for Almighty God this our free will offering; and to decree this Church to be severed from all common and profane uses, and so to sever it; as also by the reading and preaching of His Word, for celebrating His Holy Sacraments, for offering to His glorious Majesty the Sacrifices of Prayer and Thanksgiving, and for the performance of all other spiritual and religious duties; so to consecrate and devote it to the Sacred name of God, The Father, Son, and Holy Ghost, and to His Service and worship only.

In Testimony Whereof, we have severally subscribed our names, and have caused our common and corporate Seal to be affixed hereto, the Twenty-first day of May, in the year of our Lord one thousand eight hundred and fifty.

Rector

J. P. B. Wilmer

Church Wardens

James Cox — S. W. Cannell

Vestrymen

James A. Farnum — William J. Watson
Alfred Horner — Richard R. Montgomery
Jno. H. Storm — Lewis Lewis, Junr.
Geo. Helmuth — Jno. R. Wilmer

Henry Reed

"The Rector, Church Wardens and Vestrymen of Saint Mark's Church in the City of Philadelphia," in the Diocese of Pennsylvania, having requested us to consecrate and set apart the House of Worship lately erected in and for the said Parish of St. Mark's, Philadelphia.

Be it known that on this twenty first day of May, in the year of our Lord one thousand eight hundred and fifty, with the rites and solemnities prescribed, we have consecrated and set apart the said House of Worship; separating it henceforth from all unhallowed, ordinary and common uses; and dedicating it to Almighty God, for reading and preaching His word, for celebrating His Sacraments, for offering to His glorious Majesty the sacrifices of prayer and thanksgiving, and for the performance of all other Holy Offices, through Jesus Christ our Lord.

In Testimony Whereof, we have hereunto set our hand and Seal at Philadelphia, this said twenty-first day of May, in the year of our Lord one thousand eight hundred and fifty, and in the fifth year of our Consecration.

Alonzo Potter,
Bishop of Pennsylvania.

BY-LAWS

Adopted at Stated Meeting of Vestry

April 19, 1927

June 1918
1920

Article I. Of Vestrymen

Section 1. The Vestry shall consist of twelve persons, members of Saint Mark's Parish, who shall continue in office for one year from the date of their election.

Sec. 2. No person shall be eligible as a Vestryman unless he shall be a communicant of the Church, and also a known contributor towards the support of Saint Mark's Parish through the payment for a pew or sitting or through a formal pledge.

Sec. 3. An election for Vestrymen shall be effected every year, on Easter Monday, by a majority vote of such members of the said Parish as shall appear by the Vestry books to have paid, for one calendar year immediately preceding the date of such election, for a pew or sitting in Saint Mark's Church, or who shall have contributed to the support of the Parish through a formal pledge.

Sec. 4. Nominations for the office of Vestryman shall be made in writing to the Secretary of the Vestry, and the names of the candidates shall be posted publicly by him in the church building for a period of at least ten days before the date of the annual election on Easter Monday. But every Vestryman shall be considered to be renominated automatically unless he shall have declined previously to serve if elected.

Sec. 5. The time and place for the election of Vestrymen shall be announced to the congregation on the Sunday next preceding the date thereof, and the polls shall be open for the period of one hour.

Sec. 6. In case of failure to elect Vestrymen upon an Easter Monday, the election may be held at any subsequent date set by the Vestry, and upon a Sunday at least fifteen days prior to such deferred election, notice thereof shall be given to the congregation.

Sec. 7. The Vestry shall appoint, prior to any Parish Election, three qualified voters (one of whom shall be a Vestryman) to act as Judges of such election. It shall be the duty of the Judges at the close of the election to make a fair count of all votes cast and to announce publicly the result; and also, within twenty-four hours, to make a duly certified return thereof to the Rector and also to the Secretary of the Vestry, who shall immediately notify the members-elect of the result; post announcement thereof in the church building; and make a written report to the Vestry at its next subsequent meeting. In the event that the Vestry neglect to appoint Judges, it shall be the duty of the two Wardens to make such appointments, or else to act as Judges themselves.

Sec. 8. All elections shall be by ballot.

Sec. 9. The Vestry shall have power to fill vacancies in its own body; and any person so chosen shall serve until the expiration of the term for which the person whose place he takes was elected originally.

Article II. Of Meetings of the Vestry

Section 1. There shall be stated meetings of the Vestry upon Tuesday in Easter Week; and upon the first Tuesdays in the months of June, October, and January.

SEC. 2. Five members shall constitute a quorum for the transaction of routine business; excepting that when a Rector is to be elected, at least three-fourths of the Vestrymen shall be present and consent thereto by ballot.

SEC. 3. The Rector, or in his absence the Rector's Warden; or in the absence of both, the Accounting Warden, shall preside at all meetings of the Vestry.

SEC. 4. At the stated meeting on Easter Tuesday, the Rector shall appoint one of the Vestrymen as Rector's Warden; and the Vestry shall then proceed to nominate and elect by ballot, to serve for the ensuing year, an Accounting Warden, a Secretary, three (3) Lay Deputies and three (3) alternates to the Diocesan Convention. And the Rector shall then appoint the several Standing Committees of the Vestry as provided in Art. III, Sec. 1, of these By-Laws, to serve for the ensuing year.

SEC. 5. In case of a vacancy in the Rectorship at the time of the stated meeting on Easter Tuesday, the Vestry shall elect one of the number to serve as Rector's Warden *pro tempore*, and shall likewise elect the Standing Committees to serve for the ensuing year.

SEC. 6. The Vestry shall also, at the stated meeting in October, make necessary provision for the appointment and employment of the personnel requisite for the proper care and maintenance of the church premises, as well as the business affairs of the Parish.

SEC. 7. The Rector, or either of the two Wardens, or any five Vestrymen, may require the Secretary in writing to call a special meeting of the Vestry, due notice of which shall be mailed to each member, specifying the object of such meeting, at least 48 hours before the date and hour set; and no business other than that specified in the notice thereof shall be transacted at such meeting, except by unanimous consent of the members present.

SEC. 8. At all stated meetings of the Vestry the usual order of business shall be as follows:

1. Prayer.
2. Reading of Minutes.
3. Communications; and order taken thereon.
4. Report of the Accounting Warden; and order taken thereon.
5. Reports of Committees; and order taken thereon.
6. Unfinished Business.
7. New Business.
8. Adjournment.

Provided that, at the stated meeting on Easter Tuesday, the report of the Judges of Election, followed immediately by the election of the Parish officers, as prescribed elsewhere in these By-Laws, shall constitute respectively the second and third items of the usual Order of Business.

ARTICLE III. OF STANDING COMMITTEES OF THE VESTRY

SECTION 1. There shall be the following Standing Committees of the Vestry, to consist of at least three members each, namely:

1. Committee on Finance and Expenditures.
2. Committee on Buildings and Property.
3. Committee on Treasures.

~~4. Committee on Choir.~~

4. ~~5.~~ Committee on Mission Chapels.

5. ~~6.~~ Committee on Church Missions.

SEC. 2. The Committee on Finance and Expenditures shall have general oversight of the finances of the corporation. And they shall also advise the Vestry from time to time in all matters relating to legacies and trust funds,

disposition of mortgages, etc., together with such recommendations for action as they may deem expedient.

SEC. 3. The Committee on Buildings and Property shall see that the Parish grounds, buildings and equipment are kept in good order; and shall report from time to time to the Vestry upon any repairs, alterations or improvements, that they may consider advisable.

SEC. 4. The Committee on Treasures shall have charge of all the church plate and sacred vessels, and of the vestments for the Sacred Ministers, and shall be responsible for their safeguarding and good condition. They shall, not less often than twice a year, take a stock inventory of the treasures, and report thereon at the next succeeding stated meeting of the Vestry.

~~SEC. 5. The Committee on Choir shall see that the organs are kept in proper maintenance and repair; and shall co-operate with the Organist and Choir Master in furnishing, at the expense of the corporation, the musical scores, hymn books, etc., necessary for the proper equipment of the Choir of the Parish.~~

SEC. ~~6~~. 5. The Committee on Mission Chapels shall have oversight of the affairs of Saint Mary's Chapel and Saint Michael's Chapel; and shall prepare and present to the Vestry annually a balanced budget of expenses, in co-operation with the Rector and the Chapel Vicars, along with such recommendations as they may deem expedient to make in order to further the welfare of the two chapels.

SEC. ~~7~~. 6. The Committee on Church Missions shall have oversight of the methods and ways and means of the participation of the Parish, in co-operation with the Rector, in advancing the missionary interests of the Church in the Diocese of Pennsylvania, and also in the domestic and foreign missionary fields.

ARTICLE IV. OF THE CHURCH WARDENS

SECTION 1. The Wardens shall have and exercise a general superintendence over the property of the corporation; shall take care that the sexton and other employees perform their respective duties satisfactorily; and shall see that order is maintained in and about the church premises, especially during the hours of Divine Service.

SEC. 2. They shall see that the Rector is provided with all essentials necessary for use in the services and for the due administration of the Holy Sacraments; and to this end they shall have power to make requisition upon the Accounting Warden, without previous order of the Vestry, for sums of money not to exceed in the aggregate two hundred and fifty dollars, quarterly.

SEC. 3. The Wardens shall collect, with the assistance of other members of the Vestry, the alms of the congregation at the time of Divine Service; and turn them over to the Rector, who shall turn them over to the Accounting Warden for record upon the books of the corporation.

SEC. 4. The Rector's Warden shall be *ex-officio* a member of the Standing Committee on Buildings and Property; and the Accounting Warden a member *ex-officio* of the Standing Committees on Finance and Expenditures, and on Mission Chapels.

ARTICLE V. OF THE ACCOUNTING WARDEN

SECTION 1. The Accounting Warden shall receive from the Rector all alms collected from the congregation; and all other donations to the corporation in the form of cash or securities, as well as rentals, interest and dividends from investments shall be payable to him. He shall also be the custodian of all legacies and trust funds accruing to the corporation.

SEC. 2. He shall pay by cheque all Parish salaries, and other indebtedness due by the corporation, and shall keep account of all receipts and expenditures in a book or books provided for the purpose, which shall at all times be open to the inspection of the Vestry. And he shall submit to that body at its stated meeting annually in January a detailed report of all financial operations for the previous year, which shall be duly audited by the Committee on Finance, or by a certified accountant appointed by them.

SEC. 3. The Accounting Warden shall have the custody of all title papers and account books of the corporation, and also of the Corporate Seal, which he shall affix to all documents requiring attestation, and to such others as the Vestry may, from time to time, direct.

ARTICLE VI. OF THE ELECTION OF A RECTOR

SECTION 1. Whenever the Rectorship of the Parish shall become vacant, a Rector shall be elected as soon thereafter as may be; but in order to effect an election there shall be at least three-fourths of the Vestry at the time being, balloting for the election of the said Rector, at the meeting called for that purpose.

SEC. 2. No election of a Rector shall be valid unless the nomination shall have been made at a meeting of the Vestry held at least two weeks prior to the meeting for a ballot, the notices for the latter meeting having expressed the intention to proceed to an election.

SEC. 3. When a Rector shall have been thus duly elected, public notice thereof shall be given in the church upon the Sunday next succeeding the receipt of the acceptance of the Rector-elect.

SEC. 4. In case of the appointment of a Vicar or Curate, the right of nomination shall be vested in the

Rector, subject only to the final corporate approval of the Vestry.

ARTICLE VII. OF THE PARISH REGISTER

SECTION 1. The Accounting Warden shall provide a record book, as required by the Canons, to be known as the "Register of St. Mark's Parish, Philadelphia," wherein shall be duly entered a proper record of all Baptisms, Confirmations, Marriages, and Funerals, together with a record of Communicants. This book shall belong to and remain in possession of the Vestry as a part of the Parish records.

SEC. 2. Certificates from these records, duly sealed and attested, shall be furnished without charge by the Accounting Warden, upon proper and reasonable request.

ARTICLE VIII. OF THE USE OF CHURCH BUILDINGS

SECTION 1. The church building, having been consecrated to the service and worship of ALMIGHTY GOD, shall not be used for any purpose inconsistent with the terms of the Instrument of Donation executed at the time of its Consecration.

SEC. 2. No part of the Parish House, nor any portion of the church property, shall be used for any purposes excepting those connected directly with the work of the Parish, without the consent of the Vestry, the Rector, or, in his absence, one of the Wardens.

ARTICLE IX. OF DISPOSITION OF CHURCH PROPERTY

All the property, real and personal, now held or hereafter to be acquired by the corporation, shall be held and

inure to the corporation subject to the control and disposition of the Vestry of the Church as from time to time constituted, and may be sold, conveyed and encumbered by said Vestry in the name of the corporation, subject to the restrictions contained in the Charter.*

Article X. Pews, Sittings and Rentals

Section 1. Any person may acquire the right to hold permanent sittings in Saint Mark's Church, subject to the approval of the Vestry, by paying to the Accounting Warden such rental therefor as the Vestry shall stipulate.

Sec. 2. A written record of permanent sittings shall be kept by the Accounting Warden in a book provided for that purpose; but no transfer therein shall be made nor become effective until approved previously by the Vestry.

Sec. 3. Upon the surrender to the Vestry of any permanent sittings, or if any shall become forfeit as prescribed elsewhere in these By-Laws, the name of the holder or holders shall be erased forthwith from the record by the Accounting Warden, and all such surrender of sittings shall be in writing.

Sec. 4. All sittings other than permanent shall be termed rented sittings, and shall be so designated upon the Accounting Warden's records. Rental therefor shall be payable to the Accounting Warden in advance, semi-annually, on the first days of October and April; but no such sittings shall be rented for a period exceeding one year dating from October first, neither shall any pews or sittings be rented for a period less than one year. And if there be any other applicant of record for a specific sitting

* Adopted at a Meeting of Lay Members of the Congregation duly notified and held on June 28, 1906.

or sittings, the actual renter thereof shall be given the privilege of retaining his holding, provided he shall have so notified the Accounting Warden in writing prior to the expiration of his period of rental.

Sec. 5. The Accounting Warden shall have power to rent any vacant sittings; and shall make report thereon to the Vestry from time to time for their approval.

Sec. 6. When any one pew is rented by more than one person, the sittings therein shall remain undesignated with respect to individual allocation. In the event of dispute arising between the tenants, the Accounting Warden shall have power to adjust it, but if either party decline to abide by his judgment, the Vestry, upon appeal, shall render a final decision.

Sec. 7. If any holder shall, for a period of six calendar months, be in arrears for a year's rental of any pew or sitting, the Accounting Warden shall have power immediately thereafter to rent said pew or sitting as though vacant; but if any person holding permanent sittings shall, for a period of one year, be in arrears for rental, the right of forfeiture of said holding shall be at the discretion of the Vestry.

Sec. 8. If any holder or holders of permanent sittings shall sell, sublet or transfer them to any other party or parties without the previous approval of the Vestry, the holdings shall be liable to forfeit. Whereupon report thereof shall be made by the Accounting Warden to the Vestry; and upon approval of the Vestry, the name of the holder or holders shall be erased from the records.

Sec. 9. The tax upon permanent sittings shall be uniform.

Sec. 10. There shall be one pew reserved and designated for the use of the Rector, and for this no rental shall be charged.

Article XI. Of Memorial and Other Gifts

No memorial or other gift, intended for use or erection in the Parish Church of Saint Mark's or either of its Chapels, shall be accepted unless and until the Vestry shall have had due notice of the offer, and reasonable opportunity to act upon it, both with respect to its utility and fitness of design.

Article XII. Of the Seal of the Corporation

The seal of the corporation shall be circular in form, bearing the device of a Winged Lion, representing St. Mark, and the legal title and date of incorporation.

Article XIII. Of Amendments to the By-Laws

Section 1. No amendments to these By-Laws shall be made unless proposed in writing at a stated meeting of the Vestry, for action at a subsequent stated meeting. When action upon a proposed amendment is in order, due notice thereof shall be given to all members of the Vestry by the Secretary when forwarding the notice of the meeting.

Sec. 2. An affirmative vote of two-thirds of all the members of the Vestry for the time being shall be requisite for the adoption of any amendment to the By-Laws.

CHARTER *and* BY-LAWS

AS AMENDED TO DECEMBER, 1952

OF

Saint Mark's Church

PHILADELPHIA
PENNSYLVANIA

Founded 1847

Saint Mark's Church

PHILADELPHIA
PENNSYLVANIA

Organized June 28, 1847

Charter Approved, February 4, 1848

Site of Church Purchased February 8, 1848

Corner Stone Laid April 25, 1848—St. Mark's Day

First Rector Elected January 2, 1849

Church First Opened for Divine Service
October 21, 1849

Church Consecrated May 21, 1850

JOHN NOTMAN, Architect

CHARTER OF INCORPORATION

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IN THE

CITY OF PHILADELPHIA

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The rents and revenues of this corporation shall be, from time to time, applied for the maintenance and support of the Rector, Minister and officers of the said Church, and in the erection and necessary repairs of the Church and Church Yard and Parsonage House and other houses, which now do or hereafter shall belong to the said corporation, and to no other use and purpose whatsoever.

IV

The said corporation shall not, by deed, fine or recovery, or by any other means, without the assent of the Convention of the Episcopal Church of the State of Pennsylvania, or of the Standing Committee of the Diocese, previously had and obtained, grant, sell, alien or otherwise dispose of any lands, messuages, tenements or hereditaments, in them vested, nor charge nor encumber the same to any person or persons whomsoever.

V

The Rector of this Church shall be elected by the Church Wardens and Vestrymen, in such manner as the Statutes and By-Laws shall ordain. The Vestry of the said Church shall consist of twelve persons, members of the said Church, who shall continue in office for one year, and until others be chosen, and the election of such Vestry shall be made every year, on Easter Monday, by a majority of such members of the said Church as shall appear by the Vestry books to have paid one successive year immediately preceding the time of such election for a pew or sitting in the said Church: *Provided,* That until the next Easter Monday, after the expiration of five years from the date of this Charter, members of the said Church who shall in any way have contributed to the erection of the Church, or to the support of the Rector or Ministers thereof, shall be entitled to vote at the election of Vestrymen. *And Provided,* That in case of the failure to elect Vestrymen on that day, the corporation shall not on that account be dissolved, but the election shall be holden on some other day, in such manner as the By-Laws may prescribe.

Under the provisions of Section 403 of the Non-Profit Corporation Law of Pennsylvania as amended in 1949 the administrative provisions of this section of the Charter have been modified by By-Laws duly adopted by the Vestry on February 11, 1952.

VI

No person shall be the Rector or Assistant Minister of this Church unless he shall have had Episcopal Ordination, and unless he be in full standing with the Episcopal Church of the State of Pennsylvania, and of the United States, and recognized as such by the Bishop of this Diocese, or, in case of a vacancy in the Episcopate, by the Standing Committee of the Diocese.

VII

The said Vestry shall have full power to choose their own officers, and they shall annually, at their first meeting after their election, choose one of their own number to be one Church Warden, and the Rector, for the time being, shall elect another of the said Vestrymen to be the other Church Warden of the said Church. In case of a vacancy in the office of Rector at the time of the election, the other Church Warden shall also be chosen by the Vestry, to remain until the election of a Rector, or a new election of the Vestry. And during such vacancy the Church Wardens for the time being, and Vestrymen, shall have the same powers and authorities relating to the disposition of the rents and revenues of the said corporation as are hereby vested in the Rector, Church

Wardens and Vestrymen. *Provided always,* That it shall be the duty of the said Church Wardens and Vestrymen to elect another Rector to supply the vacancy, as soon as conveniently may be.

VIII

The following named persons to be the Church Wardens and Vestrymen, to continue in office until the election on Easter Monday next, and until others be chosen, viz: Henry Reed, S. Wilmer Cannell, George Helmuth, James A. Farnum, George Zantzinger, James Cox, William Musgrave, and John R. Wilmer; and in case of vacancy, by resignation or otherwise, such vacancy to be filled by persons chosen by the remaining Vestrymen, and to continue in office until another election shall take place.

HENRY REED	GEORGE ZANTZINGER
S. W. CANNELL	JAMES COX
GEO. HELMUTH	WM. MUSGRAVE
JAMES A. FARNUM	JOHN R. WILMER

I certify, That agreeably to the directions of the Acts of Assembly in such case made and provided, I have perused and examined the above instrument in writing, and am of opinion, That the objects, articles and conditions, therein set forth and contained, are lawful. Witness my hand this Twenty-fourth day of January, A. D. 1848.

B. CHAMPNEYZ, *Atty. Genl.*

We, the Justices of the Supreme Court of Pennsylvania, do Certify that we have perused and examined the above Instrument of writing and concur with the Attorney General in opinion that the objects, articles and conditions, therein set forth and contained, are lawful. Witness our hands, at Philadelphia, this fourth day of February, A. D. 1848.

JOHN B. GIBSON	R. COULTER
MOLTON C. ROGERS	THOS. S. BELL
THOM. BURNSIDE	

I, Joseph Simon Cohen, Prothonotary of the Supreme Court of Pennsylvania for the Eastern District, do Certify that the above Instrument of writing was presented to the Justices of the Supreme Court of Pennsylvania, and was by them duly allowed, as appears by their above Certificate.

In testimony whereof, I have hereunto subscribed my name and affixed the Seal of the said Court, at Philadelphia, this fourth day of February, A. D. 1848.

J. SIMON COHEN, PROTHY.

To JESSE MILLER, ESQR.
Secretary of the Commonwealth.

Sir:—Let the foregoing Instrument of writing be enrolled according to law.

Executive Chamber
Harrisburg, February 11, 1848

FRS. R. SHUNK.

PENNSYLVANIA SS.

Recorded and enrolled according to law in Charter Book No. 7, page 293, &c., &c. In Testimony Whereof, I have hereunto set my hand and the Seal of the Secretary's Office, at Harrisburg, this Eleventh day of February, A. D. 1848.

J. MILLER,
Secretary of the Commonwealth.

We "The Rector, Church Wardens and Vestrymen of Saint Mark's Church in the City of Philadelphia," in the Diocese of Pennsylvania, having, with the assistance of others, erected said Church, to the intent and purpose that it may be dedicated to the worship of Almighty God, and that His holy and blessed name might there be called upon: do promise hereafter to refuse and renounce to put this Church or any part of it to any profane and common use whatever, and we humbly beseech God to accept this our sincere intent and purpose; and we together, solicit You as God's minister, the Bishop and Ordinary of this Diocese, to accept for Almighty God this our free will offering; and to decree this Church to be severed from all common and profane uses, and so to sever it; as also by the reading and preaching of His Word, for celebrating His Holy Sacraments, for offering to His glorious Majesty the Sacrifices of Prayer and Thanksgiving, and for the performance of all other spiritual and religious duties; so to consecrate and devote it to the Sacred name of God, The Father, Son, and Holy Ghost, and to His Service and worship only.

In Testimony Whereof, we have severally subscribed our names, and have caused our common and corporate Seal to be affixed hereto, the Twenty-first day of May, in the year of our Lord one thousand eight hundred and fifty.

Rector

J. P. B. Wilmer

Church Wardens

James Cox — S. W. Cannell

Vestrymen

James A. Farnum — William J. Watson
Alfred Horner — Richard R. Montgomery
Jno. H. Storm — Lewis Lewis, Junr.
Geo. Helmuth — Jno. R. Wilmer
Henry Reed

"The Rector, Church Wardens and Vestrymen of Saint Mark's Church in the City of Philadelphia," in the Diocese of Pennsylvania, having requested us to consecrate and set apart the House of Worship lately erected in and for the said Parish of St. Mark's, Philadelphia.

Be it known that on this twenty-first day of May, in the year of our Lord one thousand eight hundred and fifty, with the rites and solemnities prescribed, we have consecrated and set apart the said House of Worship; separating it henceforth from all unhallowed, ordinary and common uses; and dedicating it to Almighty God, for reading and preaching His word, for celebrating His Sacraments, for offering to His glorious Majesty the sacrifices of prayer and thanksgiving, and for the performance of all other Holy Offices, through Jesus Christ our Lord.

In Testimony Whereof, we have hereunto set our hand and Seal at Philadelphia, this said twenty-first day of May, in the year of our Lord one thousand eight hundred and fifty, and in the fifth year of our Consecration.

Alonzo Potter,
Bishop of Pennsylvania.

BY-LAWS

BY-LAWS IN FORCE AND AMENDED AS AT DECEMBER, 1952

ARTICLE I. OF VESTRYMEN

SECTION 1. The Vestry shall consist of twelve persons who shall have the qualifications specified in Section 2 of this Article and shall have been chosen by a majority of those voting at the election and qualified to be voters under Section 3 hereof. Three of the persons so elected in 1952 shall hold office for four years, three for three years, three for two years and three for one year; the term of each individual to be determined by lot at the organization meeting following election. At the expiration of the term of each of these four classes, successors shall be elected, each for a term of four years.

SECTION 2. No person shall be eligible as a Vestryman unless he shall appear by the Parish Register (Art. VII, Sec. 1) to have been a communicant member of the mother Church of the Parish for at least one calendar year prior to election and shall further appear from the records of the Accounting Warden to have made a financial contribution to the mother Church during said year by way of pew rent, envelopes, or otherwise. After a Vestryman has served two successive terms of four years each he shall not be eligible for reelection for a period of ten months. This provision for temporary ineligibility shall not apply to a Vestryman whom the

Rector intends to appoint as Rector's Warden and has so notified the Secretary of the Vestry in writing at least ten days prior to the election. Nor shall it apply to an Accounting Warden who at least ten days before an election has been made eligible for reelection by a two-thirds vote of those present at a duly constituted regular or special meeting of the Vestry.

SECTION 3. Those entitled to vote for Vestrymen shall have been communicant members of the mother Church of the Parish on the last day of the calendar year preceding the election, shall have made a financial contribution to the mother Church during said preceding calendar year, as shown by the records of the Accounting Warden, and in addition shall have attained on a date prior to the election the age of eighteen years. A list of all persons entitled to vote under the provisions of this section shall be posted by the Secretary in the Church building at least thirty days before the election. Note in placing this duty upon the Secretary the Vestry merely intended to charge the Secretary with the ministerial duty of posting the list thereby not interfering with the confidential records of Rector or Accounting Warden.

SECTION 4. Nominations for the office of Vestryman shall be made in writing to the Secretary of the Vestry, by any qualified voter, and the names of all candidates who are eligible under the by-laws and have indicated their willingness to serve if elected shall be posted publicly by him in the church building for a period of at least ten days before the date of the annual election on Easter Monday. Every Vestryman shall be considered

to be renominated automatically unless ineligible for re-election under these by-laws or unless he shall have declined previously to serve if elected. Only those nominees whose names have been posted as above shall be deemed eligible for election.

Section 5. The time and place for the election of Vestrymen shall be announced to the congregation on the Sunday next preceding the date thereof, and the polls shall be open for a period of not less than one hour or more than eight hours, as determined by resolution of the Vestry.

Section 6. The election for Vestrymen shall be held every year on Easter Monday in the Church edifice or adjacent building. In case of failure to elect Vestrymen upon an Easter Monday, the election may be held at any subsequent date set by the Vestry, and upon a Sunday at least fifteen days prior to such deferred election, notice thereof shall be given to the congregation.

Section 7. The Vestry shall appoint, prior to any Parish Election, three qualified voters, not candidates for Vestrymen, to act as Judges of such election. It shall be the duty of the Judges at the close of the election to make a fair count of all votes cast and to announce publicly the result; and also, within twenty-four hours, to make a duly certified return thereof to the Rector and also to the Secretary of the Vestry, who shall immediately notify the members-elect of the result; post announcement thereof in the church building; and make a written report to the Vestry at its next subsequent meeting. In the event that the Vestry neglect to appoint Judges, it shall be the duty of the two Wardens to make such appointments, or else to act as Judges themselves.

Section 8. All elections shall be by ballot. Ballots received through the United States mail before the hour fixed for the close of the polls shall be accepted and counted by the Judges of Election.

Section 9. The Vestry shall have power to fill vacancies in its own body; and any person so chosen shall serve until the expiration of the term for which the person whose place he takes was elected originally.

Article II. Of Meetings of the Vestry

Section 1. There shall be stated meetings of the Vestry upon the second Tuesday after Easter and upon the second Tuesday in the months of June, October and January.

Section 2. Five members shall normally constitute a quorum, but when a Rector is to be elected the presence of two-thirds of the Vestry shall be requisite. No person shall be elected Rector unless he receives the affirmative vote of at least eight Vestrymen.

Section 3. The Rector, or in his absence the Rector's Warden; or in the absence of both, the Accounting Warden, shall preside at all meetings of the Vestry.

Section 4. At the stated meeting on Easter Tuesday, the Rector shall appoint one of the Vestrymen as Rector's Warden; and the Vestry shall then proceed to nominate and elect by ballot, to serve for the ensuing year, an Accounting Warden, a Secretary, three (3) Lay Deputies and three (3) alternates to the Diocesan Convention. And the Rector shall then appoint the several Standing Committees of the Vestry as provided in Art. III, Sec. 1, of these By-Laws, to serve for the ensuing year.

Section 5. In case of a vacancy in the Rectorship at the time of the stated meeting on Easter Tuesday, the Vestry shall elect one of the number to serve as Rector's Warden *pro tempore,* and shall likewise elect the Standing Committees to serve for the ensuing year.

Section 6. The Vestry shall also, at the stated meeting in October, make necessary provision for the appointment and employment of the personnel requisite for the proper care and maintenance of the church premises, as well as the business affairs of the Parish.

Section 7. The Rector, or either of the two Wardens, or any five Vestrymen, may require the Secretary in writing to call a special meeting of the Vestry, due notice of which shall be mailed to each member, specifying the object of such meeting, at least 48 hours before the date and hour set; and no business other than that specified in the notice thereof shall be transacted at such meeting, except by unanimous consent of the members present.

Section 8. At all stated meetings of the Vestry the usual order of business shall be as follows:

1. Prayer.
2. Reading of Minutes.
3. Communications; and order taken thereon.
4. Report of the Accounting Warden; and order taken thereon.
5. Reports of Committees; and order taken thereon.
6. Unfinished Business.
7. New Business.
8. Adjournment.

Provided that, at the stated meeting on Easter Tuesday, the report of the Judges of Election, followed immediately by the election of the Parish officers, as prescribed elsewhere in these By-Laws, shall constitute respectively the second and third items of the usual Order of Business.

Article III. Of Standing Committees of the Vestry

Section 1. There shall be the following Standing Committees of the Vestry, to consist of at least three members each, namely:

1. Committee on Finance and Expenditures.
2. Committee on Buildings and Property.
3. Committee on Treasures.
4. Committee on Mission Chapels.
5. Committee on Church Missions.

Section 2. The Committee on Finance and Expenditures shall have general oversight of the finances of the corporation. And they shall also advise the Vestry from time to time in all matters relating to legacies and trust funds, disposition of mortgages, etc., together with such recommendations for action as they may deem expedient.

Section 3. The Committee on Buildings and Property shall see that the Parish grounds, buildings and equipment are kept in good order; and shall report from time to time to the Vestry upon any repairs, alterations or improvements, that they may consider advisable.

Section 4. The Committee on Treasures shall have charge of all the church plate and sacred vessels, and of

the vestments for the Sacred Ministers, and shall be responsible for their safeguarding and good condition. They shall, not less often than twice a year, take a stock inventory of the treasures, and report thereon at the next succeeding stated meeting of the Vestry.

SECTION 5. The Committee on Mission Chapels shall have oversight of the affairs of Saint Mary's Chapel and Saint Michael's Chapel; and shall prepare and present to the Vestry annually a balanced budget of expenses, in co-operation with the Rector and the Chapel Vicars, along with such recommendations as they may deem expedient to make in order to further the welfare of the two chapels.

SECTION 6. The Committee on Church Missions shall have oversight of the methods and ways and means of the participation of the Parish, in co-operation with the Rector, in advancing the missionary interests of the Church in the Diocese of Pennsylvania, and also in the domestic and foreign missionary fields.

ARTICLE IV. OF THE CHURCH WARDENS

SECTION 1. The Wardens shall have and exercise a general superintendence over the property of the corporation; shall take care that the sexton and other employees perform their respective duties satisfactorily; and shall see that order is maintained in and about the church premises, especially during the hours of Divine Service.

SECTION 2. They shall see that the Rector is provided with all essentials necessary for use in the services and for the due administration of the Holy Sacraments;

and to this end they shall have power to make requisition upon the Accounting Warden, without previous order of the Vestry, for sums of money not to exceed in the aggregate two hundred and fifty dollars, quarterly.

SECTION 3. The Wardens shall collect, with the assistance of other members of the Vestry, the alms of the congregation at the time of Divine Service; and turn them over to the Rector, who shall turn them over to the Accounting Warden for record upon the books of the corporation.

SECTION 4. The Rector's Warden shall be *ex-officio* a member of the Standing Committee on Buildings and Property; and the Accounting Warden a member *ex-officio* of the Standing Committees on Finance and Expenditures, and on Mission Chapels.

ARTICLE V. OF THE ACCOUNTING WARDEN

SECTION 1. The Accounting Warden shall receive from the Rector all alms collected from the congregation; and all other donations to the corporation in the form of cash or securities, as well as rentals, interest and dividends from investments shall be payable to him. He shall also be the custodian of all legacies and trust funds accruing to the corporation.

SECTION 2. He shall pay by cheque all Parish salaries, and other indebtedness due by the corporation, and shall keep account of all receipts and expenditures in a book or books provided for the purpose, which shall at all times be open to the inspection of the Vestry. And

he shall submit to that body at its stated meeting annually in January a detailed report of all financial operations for the previous year, which shall be duly audited by the Committee on Finance, or by a certified accountant appointed by them.

SECTION 3. The Accounting Warden shall have the custody of all title papers and account books of the corporation, and also of the Corporate Seal, which he shall affix to all documents requiring attestation, and to such others as the Vestry may, from time to time, direct.

ARTICLE VI. OF THE ELECTION OF A RECTOR

SECTION 1. Whenever the Rectorship of the Parish shall become vacant, a Rector shall be elected as soon thereafter as may be; but in order to effect an election there shall be at least three-fourths of the Vestry at the time being, balloting for the election of the said Rector, at the meeting called for that purpose.

SECTION 2. No election of a Rector shall be valid unless the nomination shall have been made at a meeting of the Vestry held at least two weeks prior to the meeting for a ballot, the notices for the latter meeting having expressed the intention to proceed to an election.

SECTION 3. When a Rector shall have been thus duly elected, public notice thereof shall be given in the church upon the Sunday next succeeding the receipt of the acceptance of the Rector-elect.

SECTION 4. In case of the appointment of a Vicar or Curate, the right of nomination shall be vested in the Rector, subject only to the final corporate approval of the Vestry.

ARTICLE VII. OF THE PARISH REGISTER

SECTION 1. The Accounting Warden shall provide a record book, as required by the Canons, to be known as the "Register of St. Mark's Parish, Philadelphia," wherein shall be duly entered a proper record of all Baptisms, Confirmations, Marriages, and Funerals, together with a record of Communicants. This book shall belong to and remain in possession of the Vestry as a part of the Parish records.

SECTION 2. Certificates from these records, duly sealed and attested, shall be furnished without charge by the Accounting Warden, upon proper and reasonable request.

ARTICLE VIII. OF THE USE OF CHURCH BUILDINGS

SECTION 1. The church building, having been consecrated to the service and worship of ALMIGHTY GOD, shall not be used for any purpose inconsistent with the terms of the Instrument of Donation executed at the time of its Consecration.

SECTION 2. No part of the Parish House, nor any portion of the church property, shall be used for any purposes excepting those connected directly with the work of the Parish, without the consent of the Vestry, the Rector, or, in his absence, one of the Wardens.

Article IX. Of Disposition of Church Property

All the property, real and personal, now held or hereafter to be acquired by the corporation, shall be held and inure to the corporation subject to the control and disposition of the Vestry of the Church as from time to time constituted, and may be sold, conveyed and encumbered by said Vestry in the name of the corporation, subject to the restrictions contained in the Charter.*

Article X. Pews, Sittings and Rentals

Section 1. Any person may acquire the right to hold permanent sittings in Saint Mark's Church, subject to the approval of the Vestry, by paying to the Accounting Warden such rental therefor as the Vestry shall stipulate.

Section 2. A written record of permanent sittings shall be kept by the Accounting Warden in a book provided for that purpose; but no transfer therein shall be made nor become effective until approved previously by the Vestry.

Section 3. Upon the surrender to the Vestry of any permanent sittings, or if any shall become forfeit as prescribed elsewhere in these By-Laws, the name of the holder or holders shall be erased forthwith from the record by the Accounting Warden, and all such surrender of sittings shall be in writing.

Section 4. All sittings other than permanent shall be termed rented sittings, and shall be so designated

* Adopted at a Meeting of Lay Members of the Congregation duly notified and held on June 28, 1906.

upon the Accounting Warden's records. Rental therefor shall be payable to the Accounting Warden in advance, semi-annually, on the first days of October and April; but no such sittings shall be rented for a period exceeding one year dating from October first, neither shall any pews or sittings be rented for a period less than one year. And if there be any other applicant of record for a specific sitting or sittings, the actual renter thereof shall be given the privilege of retaining his holding, provided he shall have so notified the Accounting Warden in writing prior to the expiration of his period of rental.

Section 5. The Accounting Warden shall have power to rent any vacant sittings; and shall make report thereon to the Vestry from time to time for their approval.

Section 6. When any one pew is rented by more than one person, the sittings therein shall remain undesignated with respect to individual allocation. In the event of dispute arising between the tenants, the Accounting Warden shall have power to adjust it, but if either party decline to abide by his judgment, the Vestry, upon appeal, shall render a final decision.

Section 7. If any holder shall, for a period of six calendar months, be in arrears for a year's rental of any pew or sitting, the Accounting Warden shall have power immediately thereafter to rent said pew or sitting as though vacant; but if any person holding permanent sittings shall, for a period of one year, be in arrears for rental, the right of forfeiture of said holding shall be at the discretion of the Vestry.

Section 8. If any holder or holders of permanent sittings shall sell, sublet or transfer them to any other party or parties without the previous approval of the Vestry, the holdings shall be liable to forfeit. Whereupon report thereof shall be made by the Accounting Warden to the Vestry; and upon approval of the Vestry, the name of the holder or holders shall be erased from the records.

Section 9. The tax upon permanent sittings shall be uniform.

Section 10. There shall be one pew reserved and designated for the use of the Rector, and for this no rental shall be charged.

Article XI. Of Memorial and Other Gifts

No memorial or other gift, intended for use or erection in the Parish Church of Saint Mark's or either of its Chapels, shall be accepted unless and until the Vestry shall have had due notice of the offer, and reasonable opportunity to act upon it, both with respect to its utility and fitness of design.

Article XII. Of the Seal of the Corporation

The seal of the corporation shall be circular in form, bearing the device of a Winged Lion, representing St. Mark, and the legal title and date of incorporation.

Article XIII. Of Amendments to the By-Laws

Section 1. No amendments to these By-Laws shall be made unless proposed in writing at a stated meeting of the Vestry, for action at a subsequent stated meeting. When action upon a proposed amendment is in order, due notice thereof shall be given to all members of the Vestry by the Secretary when forwarding the notice of the meeting.

Section 2. An affirmative vote of two-thirds of all the members of the Vestry for the time being shall be requisite for the adoption of any amendment to the By-Laws.

BY-LAWS

As Amended to January, 1957

OF

SAINT MARK'S CHURCH

Philadelphia
Pennsylvania

Founded 1847

BY-LAWS IN FORCE AND AMENDED

AS AT JANUARY, 1957

ARTICLE I. OF VESTRYMEN

Section 1. The Vestry shall consist of twelve persons who shall have the qualifications specified in Section 2 of this Article and shall have been chosen by a majority of those voting at the election and qualified to be voters under Section 3 hereof. Each Vestryman so elected shall hold office for a term of four years. Each year, pursuant to the system of staggered elections established in 1952, the terms of office of three Vestrymen shall expire, at which time successors shall be elected.

Section 2. No person shall be eligible as a Vestryman unless he shall appear by the Parish Register (Art. VII, Sec. 1) to have been a male communicant member of the mother Church of the parish for at least one calendar year prior to election and shall further appear from the records of the Accounting Warden to have made a financial contribution to the mother Church during said year by way of pew rent, envelopes, or otherwise. After a Vestryman has served two successive terms of four years each he shall not be eligible for reelection for a period of ten months. This provision for temporary ineligibility shall not apply to a Vestryman who the Rector intends to appoint as Rector's Warden and has so notified the Secretary of the Vestry in writing at least ten days prior to the election. Nor shall it apply to an Accounting Warden who at least ten days before an election has been made eligible for reelection by a two-thirds vote of those present at a duly constituted regular or special meeting of the Vestry.

Section 3. Those entitled to vote for Vestrymen shall have been communicant members of the mother Church of the Parish on the last day of the calendar year preceding the election, shall have made a financial contribution to the mother Church during said preceding calendar year, as shown by the records of the Accounting Warden, and in addition shall have attained on a date prior to the election the age of eighteen years. A list of all persons entitled to vote under the provisions of this section shall be posted by the Secretary in the Church building at least thirty days before the election.

Section 4. Nominations for the office of Vestryman shall be made in writing to the Secretary of the Vestry, by any ten qualified voters, and the names of all candidates who are eligible under the by-laws and have indicated their willingness to serve if elected shall be posted publicly by him in the church building for a period of at least ten days before the date of the annual election. Every Vestryman shall be considered to be renominated automatically unless ineligible for reelection under these by-laws or unless he shall have declined previously to serve if elected. Only those nominees whose names have been posted as above shall be deemed eligible for election.

Section 5. The time and place for the election of Vestrymen shall be publicly posted in the Church Building for a period of at least ten days before the date of the annual election, and the polls shall be open for a period of not less than one hour or more than eight hours as determined by resolution of the Vestry.

Section 6. The election for Vestrymen shall be held every year on the Monday eight days preceding the June Stated Meeting, or if this day be inappropriate, on the first day thereafter, as designated by the Vestry.

Section 7. The Vestry shall appoint, prior to any Parish Election, three qualified voters, not candidates for Vestrymen, to act as Judges of such election. It shall be the duty of the Judges at the close of the election to make a fair count of all votes cast and to announce publicly the result; and also, within twenty-four hours, to make a duly certified return thereof to the Rector and also to the Secretary of the Vestry, who shall immediately notify the members-elect of the result; post announcement thereof in the church building; and make a written report to the Vestry at its next subsequent meeting. In the event that the Vestry neglect to appoint Judges, it shall be the duty of the two Wardens to make such appointments, or else to act as Judges themselves.

Section 8. All elections of Vestrymen shall be by ballot. Ballots received through the United States mail before the hour fixed for the close of the polls shall be accepted and counted by the Judges of Election.

Section 9. The Vestry shall have power to fill vacancies in its body; and any person so chosen shall serve until the expiration of the term for which the person whose place he takes was elected originally.

ARTICLE II. OF MEETINGS OF THE VESTRY

Section 1. There shall be stated meetings of the Vestry upon the second Tuesday after Easter and upon the second Tuesday in the months of June, October and January.

Section 2. Five members shall normally constitute a quorum, but when a Rector is to be elected the presence of two-thirds of the Vestry shall be requisite. No person shall be elected Rector unless he receives the affirmative vote of at least eight Vestrymen.

Section 3. The Rector, or in his absence the Rector's Warden; or in the absence of both, the Accounting Warden, shall preside at all meetings of the Vestry.

Section 4. At the stated Easter meeting the Vestry shall proceed to nominate and elect three (3) Lay Deputies and three (3) Alternates to the Diocesan Convention. At the stated June meeting the Rector shall appoint one of the Vestrymen as Rector's Warden, and the Vestry shall then proceed to nominate and elect, to serve for the ensuing year, an Accounting Warden and a Secretary. And the Rector shall then appoint the several Standing Committees of the Vestry as provided in Art. III, Sec. 1, of these By-Laws, to serve for the ensuing year.

Section 5. In case of a vacancy in the Rectorship at the time of the stated June meeting, the Vestry shall elect one of the number to serve as Rector's Warden pro tempore, and shall likewise elect the Standing Committees to serve for the ensuing year.

Section 6. The Rector, or either of the two Wardens, or any five Vestrymen, may require the Secretary in writing to call a special meeting of the Vestry, due notice of which shall be mailed to each member, specifying the object of such meeting, at least 48 hours before the date and hour set; and no business other than that specified in the notice thereof shall be transacted at such meeting, except by unanimous consent of the members present.

Section 7. At all stated meetings of the Vestry the usual order of business shall be as follows:

1. Prayer
2. Reading of Minutes
3. Elections and Report of Elections
4. Communications; and order taken thereon
5. Report of the Accounting Warden; and order taken thereon.
6. Report on Legacies and Gifts
7. Reports of Committees; and order taken thereon.
8. Unfinished Business.
9. New Business
10. Adjournment.

ARTICLE III. OF STANDING COMMITTEES OF THE VESTRY

Section 1. There shall be the following Standing Committees of the Vestry, to consist of at least three members each, namely:

1. Committee on Finance and Expenditures.
2. Committee on Buildings and Property.
3. Committee on Treasures.
4. Committee on Mission Chapels.

Section 2. The Committee on Finance and Expenditures shall have general oversight of the finances of the corporation. And they shall also advise the Vestry from time to time in all matters relating to legacies and trust funds, disposition of mortgages, etc., together with such recommendations for action as they may deem expedient.

Section 3. The Committee on Buildings and Property shall see that the Parish grounds, buildings and equipment are kept in good order; and shall report from time to time to the Vestry upon any repairs, alterations or improvements, that they may consider advisable.

Section 4. The Committee on Treasures shall have charge of all the church plate and sacred vessels, and of the vestments for the Sacred Ministers, and shall be responsible for their safeguarding and good condition. They shall, not less often than once a year, take a stock inventory of the treasures, and report thereon at their next succeeding stated meeting of the Vestry.

Section 5. The Committee on Mission Chapels shall have oversight of the affairs of any parochial mission of the Mother Church; and in respect of each such mission shall prepare and present to the Vestry annually a budget of expenses prepared in cooperation with the Rector and the Vicar, along with such recommendations as they may deem expedient.

ARTICLE IV. OF THE CHURCH WARDENS

Section 1. The Wardens shall have and exercise a general superintendence over the property of the corporation; shall take care that the sexton and other employees perform their respective duties satisfactorily; and shall see that order is maintained in and about the church premises, especially during the hours of Divine Service.

Section 2. They shall see that the Rector is provided with all essentials necessary for use in the services and for the due administration of the Holy Sacraments; and to this end they shall have power to make requisition upon the Accounting Warden, without previous order of the Vestry, for sums of money not to exceed in the aggregate two hundred and fifty dollars, quarterly.

Section 3. The Wardens shall collect, with the assistance of other members of the Vestry, the offerings of the congregation at the time of Divine Service, and then turn them over to the Accounting Warden for record upon the books of the corporation.

Section 4. The Rector's Warden shall be ex-officio a member of the Standing Committee on Buildings and Property; and the Accounting Warden a member ex-officio of the Standing Committees on Finance and Expenditures, and on Mission Chapels.

ARTICLE V. OF THE ACCOUNTING WARDEN

Section 1. The Accounting Warden shall receive all offerings collected from the congregation; and all other donations to the corporation in the form of cash or securities, as well as rentals, interest and dividends from investments shall be payable to him. He shall also be the custodian of all legacies and trust funds accruing to the corporation.

Section 2. He shall pay by cheque all Parish salaries, and other indebtedness due by the corporation, and shall keep account of all receipts and expenditures in a book or books provided for the purpose, which shall at all times be open to the inspection of the Vestry. And he shall submit to that body at its stated meeting annually in January a detailed report of all financial operations for the previous year, which shall be duly audited by the Committee on Finance, or by a certified accountant appointed by them.

Section 3. The Accounting Warden shall have the custody of all title papers and account books of the corporation, and also of the Corporate Seal, which he shall affix to all documents requiring attestation, and to such others as the Vestry may, from time to time, direct.

ARTICLE VI. OF THE ELECTION OF A RECTOR

Section 1. Whenever the Rectorship of the Parish shall become vacant, a Rector shall be elected as soon thereafter as may be; but in order to effect an election there

shall be at least three-fourths of the Vestry at the time being, balloting for the election of the said Rector, at the meeting called for that purpose.

Section 2. No election of a Rector shall be valid unless the nomination shall have been made at a meeting of the Vestry held at least two weeks prior to the meeting for a ballot, the notices for the latter meeting having expressed the intention to proceed to an election.

Section 3. When a Rector shall have been thus duly elected, public notice thereof shall be given in the church upon the Sunday next succeeding the receipt of the acceptance of the Rector-elect.

Section 4. In case of the appointment of a Vicar or Curate, the right of nomination shall be vested in the Rector, subject only to the final corporate approval of the Vestry.

ARTICLE VII. OF THE PARISH REGISTER

Section 1. The Accounting Warden shall provide a record book, as required by the Canons, to be known as the "Register of St. Mark's Parish, Philadelphia," wherein shall be duly entered a proper record of all Baptisms, Confirmations, Marriages, and Funerals, together with a record of Communicants. This book shall belong to and remain in possession of the Vestry as a part of the Parish records.

Section 2. Certificates from these records, duly sealed and attested, shall be furnished without charge by the Accounting Warden, upon proper and reasonable request.

ARTICLE VIII. OF THE USE OF THE CHURCH BUILDINGS

Section 1. The church building, having been consecrated to the service and worship of ALMIGHTY GOD, shall not be used for any purpose inconsistent with the terms of the Instrument of Donation executed at the time of its Consecration.

Section 2. No part of the Parish House, nor any portion of the church property, shall be used for any purposes excepting those connected directly with the work of the Parish, without the consent of the Vestry, the Rector, or, in his absence, one of the Wardens.

ARTICLE IX. OF DISPOSITION OF CHURCH PROPERTY

All the property, real and personal, now held or hereafter to be acquired by the corporation, shall be held and inure to the corporation subject to the control and disposition of the Vestry of the Church as from time to time constituted, and may be sold, conveyed and encumbered by said Vestry in the name of the corporation, subject to the restrictions contained in the charter. *

ARTICLE X. PEWS, SITTINGS AND RENTALS

Section 1. Beginning January 1, 1957, no person may thereafter acquire from the Vestry the right to hold permanent sittings in St. Mark's Church. All pews not then so rented shall be free and open to use by any member of the congregation.

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* Adopted at a Meeting of Lay Members of the Congregation duly notified and held on June 28, 1906.

Section 2. Any person who has before January 1, 1957, acquired the right from the Vestry to hold permanent sittings in St. Mark's Church may continue to hold same, subject to payment of the appropriate tax thereon as assessed semi-annually by the Accounting Warden. If any such holder shall for a period of six calendar months be in arrears for a year's rental of any such sitting, the right of such person to said sitting shall be subject to forfeit at the discretion of the Vestry, and, if declared forfeit by the Vestry, the name of such holder shall be eliminated from the records and the sitting shall thereupon become free and open to use by any member of the congregation.

Section 3. The sale or transfer of the right to hold permanent sittings acquired from the Vestry before January 1, 1957, shall be recognized and recorded, but the transferee shall be subject to the same rights, duties and obligations as the original holder.

ARTICLE XI. OF MEMORIAL AND OTHER GIFTS

No memorial or other gift, intended for use or erection in the Parish Church of Saint Mark's or its Chapels, shall be accepted unless and until the Vestry shall have had due notice of the offer, and reasonable opportunity to act upon it, both with respect to its utility and firness of design.

ARTICLE XII. OF THE SEAL OF THE CORPORATION

The seal of the corporation shall be circular in form, bearing the device of a Winged Lion, representing St. Mark, and the legal title and date of incorporation.

ARTICLE XIII. OF AMENDMENTS TO THE BY-LAWS

Section 1. No amendments to these By-Laws shall be made unless proposed in writing at a stated meeting of the Vestry, for action at a subsequent stated meeting. When action upon a proposed amendment is in order, due notice thereof shall be given to all members of the Vestry by the Secretary when forwarding the notice of the meeting.

Section 2. An affirmative vote of two-thirds of all the members of the Vestry for the time being shall be requisite for the adoption of any amendment to the By-Laws.